

**RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE
FOR THE TRANS-ALASKA PIPELINE
AND ASSOCIATED RIGHTS
ADL 63574**

This RENEWAL and AMENDMENT (hereinafter referred to as "RENEWAL") is made and entered into the 26th day of November, 2002 by and between the State of Alaska, acting through the Commissioner of Natural Resources or designee, whose mailing address is 411 West 4th Avenue, Suite 2C, Anchorage, Alaska 99501-2343, and Amerada Hess Pipeline Corporation, BP Pipelines (Alaska) Inc., ExxonMobil Pipeline Company, Phillips Transportation Alaska, Inc., Unocal Pipeline Company and Williams Alaska Pipeline Company, L.L.C. (hereinafter collectively referred to as "LESSEES"), whose mailing address is Alyeska Pipeline Service Company, 1835 South Bragaw Street, MS 569, Anchorage, Alaska 99512. The State of Alaska and the LESSEES are sometimes referred to individually as a "Party" and collectively as the "Parties."

WHEREAS, the LESSEES have requested renewal of the TRANS-ALASKA PIPELINE RIGHT-OF-WAY LEASE, ADL 63574, as amended ("Lease"), and all other rights associated with the Lease and the Pipeline (collectively, the "Associated Rights," with the exception that material sale contracts, temporary land use permits issued under AS 38.05.850, tidelands leases ADL 203934 and ADL 64269, tidelands permits, temporary water use permits, communication site lease ADL 206709 and perpetual rights are excluded from "Associated Rights" for purposes of this RENEWAL), for the maximum period authorized by law; and

WHEREAS, the State of Alaska has determined that all requirements for renewal have been met, specifically that, the Lessees are in commercial operation, in full compliance with State law, including but not limited to State law pertaining to regulation and taxation of the Pipeline, and in compliance with all terms of the Lease; and other instruments of grant and authorization.

NOW, therefore, the parties agree that:

1. This RENEWAL renews for the maximum period authorized by law, thirty (30) years, the TRANS-ALASKA PIPELINE RIGHT-OF-WAY LEASE dated the 3rd day of May, 1974, as amended, for the Trans-Alaska Pipeline system and Related Facilities, originally recorded in the Valdez Recording District on May 15, 1979 in Book 86, Pages 802-908; the Chitina Recording District on June 11, 1979 in Book 7, Pages 845-950A; the Barrow Recording District on July 16, 1979 in Book 24, Pages 1-107; the Fairbanks Recording District on July 16, 1979 in Book 149, Pages 799-905; and the Rampart Recording District on July 16, 1979 in Book 4, Pages 237-343, together with all rights and interests under the Lease.

2. Section 2.a. of the existing TRANS-ALASKA PIPELINE RIGHT-OF-WAY LEASE reads as follows:

2.a. The grant hereby made of the Right-of-Way shall come to an end and expire on the 2nd day of May, 2004, at 12 noon, (Alaska Standard Time) unless prior thereto it is released, abandoned, or otherwise terminated pursuant to the provisions of this Lease or of any applicable law or regulation.

3. Section 2.a. of the TRANS-ALASKA PIPELINE RIGHT-OF-WAY LEASE is amended to read as follows:

2.a. The grant of the Right-of-Way as originally issued began on the 3rd day of May 1974, and as renewed, continues from the 2nd day of May 2004, at 12 noon, (Alaska Standard Time) and shall come to an end and expire on the 2nd day of May 2034, at 12 noon, (Alaska Standard Time) unless prior thereto it is released, abandoned, or otherwise terminated pursuant to the provision of this Lease or of any applicable law or regulation.

4. By this RENEWAL, the State of Alaska renews and continues the Associated Rights, including the access roads specified in Exhibit 1 and the Pipeline right-of-way lands specified in Exhibit 2, for a term of thirty (30) years from the end of their respective original terms.

5. Except as expressly amended hereby, all terms, covenants and conditions of the Lease and the Associated Rights, shall remain in full force and effect.

6. The Parties intend that all rights and interests held by the LESSEES in the Lease and the Associated Rights are included within this RENEWAL. The Parties recognize and acknowledge that the United States of America intends to renew all renewable rights and interests held by the LESSEES under the Agreement and Grant of Right-of-Way for the Trans-Alaska Pipeline and rights associated therewith under the "Renewal and

Amendment" to be entered into between the United States of America and the LESSEES ("Federal Renewal Instrument"). The collective intent of the Parties to this RENEWAL, and of the parties to the Federal Renewal Instrument is that the entirety of the LESSEES' renewable rights and interests in the Trans-Alaska Pipeline system are being renewed.

7. The Parties shall take such reasonable actions, and execute and deliver any further instruments, agreements, documents, or other papers, as are reasonably requested by either Party to effect the purposes of this RENEWAL. These obligations shall include, but not be limited to, supplementing, amending, and revising the exhibits to this RENEWAL.

8. This RENEWAL of the Lease and the Associated Rights is granted unto the LESSEES in their current respective undivided ownership interests.

9. All capitalized terms, not otherwise defined herein, shall have the meanings ascribed thereto in the Lease.

10. In the event of a conflict between the terms and provisions of this RENEWAL and the exhibits hereto, the terms and provisions of this RENEWAL shall control and govern.

11. This RENEWAL may be signed in counterpart. All such executed counterparts shall be considered an original, and the original signature pages and notary attestations may be attached to a single counterpart for purposes of recordation.

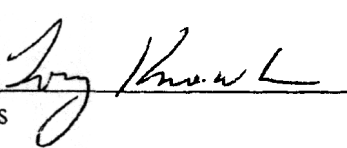
IN WITNESS WHEREOF, the parties have executed this RENEWAL as of the date first above written.

STATE OF ALASKA

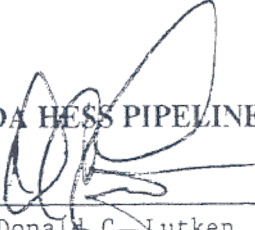
By: 

Pat Pourchot
Commissioner
Department of Natural Resources

Attested by:


Tony Knowles
Governor
State of Alaska

AMERADA HESS PIPELINE CORPORATION

By: 
Name: Donald C. Lutken **DS**
Title: President

BP PIPELINES (ALASKA) INC.

By: _____
Name: _____
Title: _____

EXXONMOBIL PIPELINE COMPANY

By: _____
Name: _____
Title: _____

PHILLIPS TRANSPORTATION ALASKA, INC.

By: _____
Name: _____
Title: _____

UNOCAL PIPELINE COMPANY

By: _____
Name: _____
Title: _____


WILLIAMS ALASKA PIPELINE COMPANY, L.L.C.

By: _____
Name: _____
Title: _____

AMERADA HESS PIPELINE CORPORATION

By: _____
Name: _____
Title: _____

BP PIPELINES (ALASKA) INC.

By:  _____
Name: Albert N. Boku _____
Title: President _____

EXXONMOBIL PIPELINE COMPANY

By: _____
Name: _____
Title: _____

PHILLIPS TRANSPORTATION ALASKA, INC.

By: _____
Name: _____
Title: _____

UNOCAL PIPELINE COMPANY

By: _____
Name: _____
Title: _____

WILLIAMS ALASKA PIPELINE COMPANY, L.L.C.

By: _____
Name: _____
Title: _____

AMERADA HESS PIPELINE CORPORATION

By: _____
Name: _____
Title: _____

BP PIPELINES (ALASKA) INC.

By: _____
Name: _____
Title: _____

EXXONMOBIL PIPELINE COMPANY

By: _____
Name: _____
Title: _____

PHILLIPS TRANSPORTATION ALASKA, INC.

By: Margaret A. Yacge *MSB*
Name: MARGARET A. YACGE
Title: PRESIDENT

UNOCAL PIPELINE COMPANY

By: _____
Name: _____
Title: _____

WILLIAMS ALASKA PIPELINE COMPANY, L.L.C.

By: _____
Name: _____
Title: _____

AMERADA HESS PIPELINE CORPORATION

By: _____
Name: _____
Title: _____

BP PIPELINES (ALASKA) INC.

By: _____
Name: _____
Title: _____

EXXONMOBIL PIPELINE COMPANY

By: M. P. Tudor
Name: M. P. Tudor
Title: President

PHILLIPS TRANSPORTATION ALASKA, INC.

By: _____
Name: _____
Title: _____

UNOCAL PIPELINE COMPANY

By: _____
Name: _____
Title: _____

WILLIAMS ALASKA PIPELINE COMPANY, L.L.C.

By: _____
Name: _____
Title: _____

AMERADA HESS PIPELINE CORPORATION

By: _____
Name: _____
Title: _____

BP PIPELINES (ALASKA) INC.

By: _____
Name: _____
Title: _____

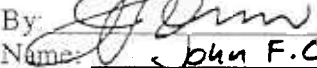
EXXONMOBIL PIPELINE COMPANY

By: _____
Name: _____
Title: _____

PHILLIPS TRANSPORTATION ALASKA, INC.

By: _____
Name: _____
Title: _____

UNOCAL PIPELINE COMPANY

By:  _____
Name: John F. Oveson
Title: Vice President

JK

WILLIAMS ALASKA PIPELINE COMPANY, L.L.C.

By: _____
Name: _____
Title: _____

AMERADA HESS PIPELINE CORPORATION

By: _____
Name: _____
Title: _____

BP PIPELINES (ALASKA) INC.

By: _____
Name: _____
Title: _____

EXXONMOBIL PIPELINE COMPANY

By: _____
Name: _____
Title: _____

PHILLIPS TRANSPORTATION ALASKA, INC.

By: _____
Name: _____
Title: _____

UNOCAL PIPELINE COMPANY

By: _____
Name: _____
Title: _____

WILLIAMS ALASKA PIPELINE COMPANY, L.L.C.

By: Michael Mears
Name: Michael Mears
Title: Vice President



ACKNOWLEDGEMENTS

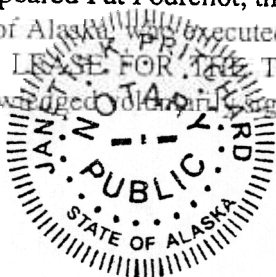
STATE OF ALASKA

)

) ss.

THIRD JUDICIAL DISTRICT

THIS IS TO CERTIFY that on this 26th day of November, 2002, before me appeared Pat Pourchot, the COMMISSIONER of the Department of Natural Resources of the State of Alaska, who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of the State of Alaska.



Pamela K. Hutchins

Notary Public in and for the State of Alaska

My Commission Expires 12/11/2004

STATE OF TEXAS

COUNTY OF HARRIS

)

THIS IS TO CERTIFY that on this 13th day of November, 2002, before me appeared Donald C. Lutken, the President of Amerada Hess Pipeline Corporation who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.



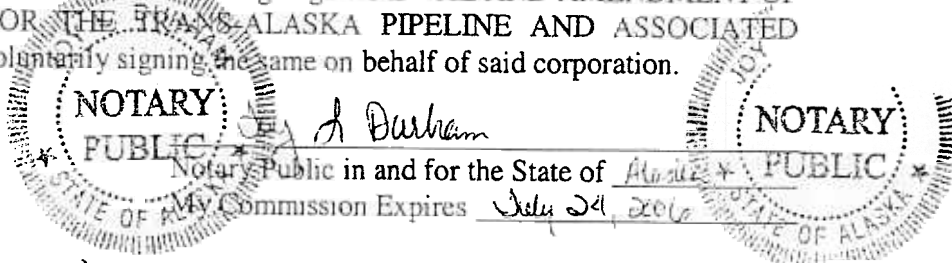
Mary Lou Fehr

Notary Public in and for the State of TEXAS

My Commission Expires 04-20-04

STATE OF Alaska)
3rd Judicial District) ss.
)

THIS IS TO CERTIFY that on this 14th day of November, 2002, before me appeared Albert N. Bolea, the President of BP Pipelines (Alaska) Inc. who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.



STATE OF _____)
) ss.
)

THIS IS TO CERTIFY that on this _____ day of _____, 2002, before me appeared _____, the _____ of ExxonMobil Pipeline Company who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.

Notary Public in and for the State of _____
My Commission Expires _____

STATE OF _____)
) ss.
)

THIS IS TO CERTIFY that on this _____ day of _____, 2002, before me appeared _____, the _____ of Phillips Transportation Alaska, Inc. who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.

Notary Public in and for the State of _____
My Commission Expires _____

STATE OF _____

) ss.

THIS IS TO CERTIFY that on this _____ day of _____, 2002, before me appeared _____, the _____ of BP Pipelines (Alaska) Inc. who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.

Notary Public in and for the State of _____
My Commission Expires _____

STATE OF _____

)
) ss.

THIS IS TO CERTIFY that on this _____ day of _____, 2002, before me appeared _____, the _____ of ExxonMobil Pipeline Company who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.

Notary Public in and for the State of _____
My Commission Expires _____

STATE OF ALASKA

Third Judicial District)
) ss.

THIS IS TO CERTIFY that on this 14th day of November, 2002, before me appeared Margaret A. Yorge, the President of Phillips Transportation Alaska, Inc. who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.

STATE OF ALASKA
NOTARY PUBLIC

Carol Kelly

My Commission Expires August 16, 2004



Carol Kelly
Notary Public in and for the State of Alaska
My Commission Expires Aug 16, 2004

STATE OF _____

) ss.

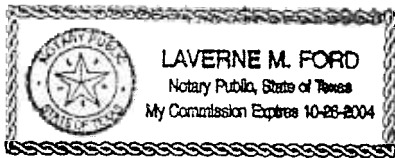
THIS IS TO CERTIFY that on this _____ day of _____, 2002, before me appeared _____, the _____ of BP Pipelines (Alaska) Inc. who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.

Notary Public in and for the State of _____
My Commission Expires _____

STATE OF Texas

ss.

THIS IS TO CERTIFY that on this 12th day of November, 2002, before me appeared M. P. Tudor, the President of ExxonMobil Pipeline Company who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.



Laverne M. Ford
Notary Public in and for the State of Texas
My Commission Expires 10/28/2004

STATE OF _____

) ss.

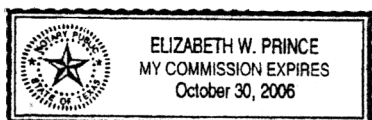
THIS IS TO CERTIFY that on this _____ day of _____, 2002, before me appeared _____, the _____ of Phillips Transportation Alaska, Inc. who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.

Notary Public in and for the State of _____
My Commission Expires _____

STATE OF Texas
Fort Bend

ss.

THIS IS TO CERTIFY that on this 13th day of November, 2002, before me appeared John F. Oveson, the Vice President of Unocal Pipeline Company who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.



Elizabeth W. Prince
Notary Public in and for the State of Texas
My Commission Expires October 30, 2006

STATE OF _____)
_____) ss.
_____)

THIS IS TO CERTIFY that on this _____ day of _____, 2002, before me appeared _____, the _____ of Williams Alaska Pipeline Company, L.L.C. who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.

Notary Public in and for the State of _____
My Commission Expires _____

STATE OF _____

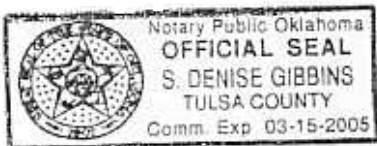
) ss.

THIS IS TO CERTIFY that on this _____ day of _____, 2002, before me appeared _____, the _____ of Unocal Pipeline Company who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.

Notary Public in and for the State of _____
My Commission Expires _____

STATE OF Oklahoma)
County of Tulsa) ss.
)

THIS IS TO CERTIFY that on this 14th day of November, 2002, before me appeared Michael Mears, the Vice President of Williams Alaska Pipeline Company, L.L.C. who executed the foregoing RENEWAL AND AMENDMENT OF RIGHT-OF-WAY LEASE FOR THE TRANS-ALASKA PIPELINE AND ASSOCIATED RIGHTS and acknowledged voluntarily signing the same on behalf of said corporation.



S. Denise Gibbins
Notary Public in and for the State of Oklahoma
My Commission Expires 03-15-2005
Commission No.: 01004553

EXHIBIT 1

TAPS Renewal Legal Descriptions Access Road Rights-of-Way

Those rights covered by the rights-of-way described in the grants referenced below:

Access roads on lands that have been the subject of conveyances from the United States to the State of Alaska since May 3, 1974.

ACCESS ROAD	A/K/A ACCESS ROAD	SERIAL NUMBER	ALG. SHT.	TOWNSHIP, RANGE, MER. SECTIONS
128-APL		ADL 415108 F 86446	11	<u>T. 1 N., R. 15 E., U.M.</u> Sec. 7
127-APL-2		ADL 415106 F 87320	12	<u>T. 1 N., R. 14 E., U.M.</u> Sec. 26
127-APL-3	127-AMS-3&4A	ADL 415107 F 87269	12	<u>T. 1 N., R. 14 E., U.M.</u> Sec. 24 <u>T. 1 N., R. 15 E., U.M.</u> Sec. 19
126-APL-1	126-APL/AMS-	ADL 415104 F 20733	13	<u>T. 1 S., R. 14 E., U.M.</u> Sec. 34
126-APL/AMS-1A		ADL 415105 F 87249	13	<u>T. 1 S., R. 14 E., U.M.</u> Sec. 34
125-APL-1	125-APL/AMS-1	ADL 415100 F 87268	14	<u>T. 2 S., R. 14 E., U.M.</u> Sec. 32, 33
125-APL/AMS-2		ADL 415101 F 87382	14	<u>T. 2 S., R. 14 E., U.M.</u> Sec. 28
125-APL-3	125-APL/AMS-3	ADL 415102 F 20731	14	<u>T. 2 S., R. 14 E., U.M.</u> Sec. 21
125-APL-4	125-APL/AMS-4	ADL 415103 F 20732	14	<u>T. 2 S., R. 14 E., U.M.</u> Sec. 9, 10

EXHIBIT 1

TAPS Renewal Legal Descriptions Access Road Rights-of-Way

123-APL-2	123-APL/AMS-2	ADL 415099 F 20728	16	<u>T. 4 S., R. 14 E., U.M.</u> Sec. 17, 18
122-APL/AMS-1		ADL 415094 F 87251	18	<u>T. 5 S., R. 14 E., U.M.</u> Sec. 32
				<u>T. 6 S., R. 14 E., U.M.</u> Sec. 5
122-APL-3		ADL 415095 F 21632	17	<u>T. 5 S., R. 14 E., U.M.</u> Sec. 16
122-AMS-3	122-AMS-3A	ADL 415096 F 87383	17	<u>T. 5 S., R. 14 E., U.M.</u> Sec. 9, 16
122-APL-5		ADL 415097 F 22959	17	<u>T. 5 S., R. 14 E., U.M.</u> Sec. 4, 5
122-APL-5A		ADL 415098 F 22960	17	<u>T. 5 S., R. 14 E., U.M.</u> Sec. 4
121-APL	121-APL/AMS-1	ADL 415090 F 20721	19	<u>T. 6 S., R. 14 E., U.M.</u> Sec. 32
121-APL-1A		ADL 415091 F 21587	19	<u>T. 6 S., R. 14 E., U.M.</u> Sec. 29, 30
121-AMS-3		ADL 415092 F 87219	18	<u>T. 6 S., R. 14 E., U.M.</u> Sec. 17
121-APL-5		ADL 415093 F 21588	18	<u>T. 6 S., R. 14 E., U.M.</u> Sec. 5, 6
120-AMS-1A		ADL 415087 F 87217	19	<u>T. 7 S., R. 14 E., U.M.</u> Sec. 16
120-AMS-2B		ADL 415088 F 87835	19	<u>T. 7 S., R. 14 E., U.M.</u> Sec. 4, 5
120-APS-3		ADL 415089 F 87218	19	<u>T. 7 S., R. 14 E., U.M.</u>

EXHIBIT 1

TAPS Renewal Legal Descriptions Access Road Rights-of-Way

119-APL-1		ADL 415085 F 64649	21	<u>T. 8 S., R. 13 E., U.M.</u> Sec. 27
119A-APL-3		ADL 415086 F 21537	20, 21	<u>T. 8 S., R. 14 E., U.M.</u> Sec. 7, 8
99-APL-0	99-APL-1	ADL 415084 F 88246	42	<u>T. 29 N., R. 12 W., F.M.</u> Sec. 23
98-APL-1		ADL 415081 F 21625	43, 44	<u>T. 28 N., R. 12 W., F.M.</u> Sec. 20, 21
98-APL-4		ADL 415082 F 20661	43	<u>T. 28 N., R. 12 W., F.M.</u> Sec. 3
98-APL-4A		ADL 415083 F 21619	43	<u>T. 29 N., R. 12 W., F.M.</u> Sec. 35
77-APL-		ADL 415246 F 20591	64	<u>T. 12 N., R. 10 W., F.M.</u> Sec. 35
				<u>T. 11 N., R. 10 W., F.M.</u> Sec. 2
77-APL-2		ADL 415247 F 20592	64	<u>T. 12 N., R. 10 W., F.M.</u> Sec. 19
78-APL-0		ADL 415080 F 22363	64	<u>T. 12 N., R. 11 W., F.M.</u> Sec. 13
76-APL-1A		ADL 413423 F 20590	65	<u>T. 11 N., R. 9 W., F.M.</u> Sec. 16
75-APL-2		ADL 415138 F 20587	66	<u>T. 11 N., R. 8 W., F.M.</u> Sec. 31
75-APL-3	75-APL/AMS-3	ADL 413422 F 20588	66	<u>T. 11 N., R. 9 W., F.M.</u> Sec. 25, 26

EXHIBIT 1

TAPS Renewal Legal Descriptions Access Road Rights-of-Way

74-APL-2		ADL 413421 F 20582	67	<u>T. 10 N., R. 8 W., F.M.</u> Sec. 13
74-APL-3A	74-APL/AMS-3A	ADL 415136 F 21692	67	<u>T. 10 N., R. 8 W., F.M.</u> Sec. 10, 11
74-APL-5		ADL 415137 F 20585	67	<u>T. 10 N., R. 8 W., F.M.</u> Sec. 4
73-APL-1		ADL 415135 F 20580	68	<u>T. 10 N., R. 7 W., F.M.</u> Sec. 29, 30
71-APL-1		ADL 413419 F 20578	70	<u>T. 8 N., R. 6 W., F.M.</u> Sec. 9, 16
71-APL-2		ADL 413420 F 20579	70	<u>T. 8 N., R. 6 W., F.M.</u> Sec. 5, 7, 8
70-APL-1M	70-APL-1	ADL 413418 F 21544	71	<u>T. 8 N., R. 6 W., F.M.</u> Sec. 25
69-APL-1		ADL 413417 F 20577	73	<u>T. 7 N., R. 4 W., F.M.</u> Sec. 11, 12, 14, 15, 21, 22, 28, 29, 30 <u>T. 7 N., R. 3 W., F.M.</u> Sec. 7
67-APL-1		ADL 413416 F 20573	74	<u>T. 6 N., R. 3 W., F.M.</u> Sec. 32 <u>T. 5 N., R. 3 W., F.M.</u> Sec. 5, 6
67-APL-5	67-APL-5C	ADL 403074 F 20576	74	<u>T. 6 N., R. 4 W., F.M.</u> Sec. 23
66-APL-1		ADL 413414 F 20571	75	<u>T. 5 N., R. 3 W., F.M.</u> Sec. 34

EXHIBIT 1

TAPS Renewal Legal Descriptions Access Road Rights-of-Way

66-APL-2	ADL 413415 F 20572	75	<u>T. 5 N., R. 3 W., F.M.</u> Sec. 22
65-APL-1	ADL 413412 F 20569	76	<u>T. 4 N., R. 3 W., F.M.</u> Sec. 13, 14
65-APL-3	ADL 413413 F 20570	76	<u>T. 4 N., R. 3 W., F.M.</u> Sec. 2, 3
64-APL-2	ADL 413411 F 20568	77	<u>T. 4 N., R. 2 W., F.M.</u> Sec. 22, 26, 27, 33, 34

EXHIBIT 2 PART 1

TAPS Renewal Legal Descriptions Certain Pipeline Right-of-Way Lands

The Agreement and Grant of Right-of-Way for Trans-Alaska Pipeline dated the 23rd day of January 1974, as amended, Bureau of Land Management file F-12505 and AA-5847, notice of which was recorded in the:

- Barrow Recording District on April 25, 2001 in Book 120, Page 267;
- Fort Gibbon Recording District on April 25, 2001 in Book 10, Page 961;
- Fairbanks Recording District on April 25, 2001 in Book 1252, Page 362;
- Rampart Recording District on April 25, 2001 in Book 7, Page 924;
- Chitina Recording District on April 25, 2001, Book 59, Page 595; and,
- Valdez Recording District on April 26, 2001 in Book 144, Page 778,

as it pertains to lands that have been the subject of conveyances from the United States to the State of Alaska after May 3, 1974, which are described below.

Those lands within the Trans Alaska Pipeline System ("TAPS") Right-of-Way as described in:

Plats 81-1 (TAPS Centerline Monumentation Survey) filed January 7, 1981 in the Barrow, Fairbanks, Fort Gibbon and Rampart Recording Districts, respectively, and filed on January 12, 1981 in the Chitina and Valdez Recording Districts, respectively,

Plats 2001-8 and 2001-5 (TAPS Centerline Monumentation Survey at Atigun Reroute, MP 200 Reroute and Pump Station ["P.S."] 6 vicinity) filed January 10, 2001 in the Barrow and Fairbanks Recording Districts, respectively,

Plats 95-1 (P.S. 2) and 95-2 (P.S. 3) filed February 23, 1995 in the Barrow Recording District,

Plat 95-1 (P.S. 6) filed February 23, 1995 in the Rampart Recording District,

Plats 95-10 (P.S. 6) and 95-12 (P.S. 7) filed February 23, 1995 in the Fairbanks Recording District,

Plats 2001-10 (C.S. Livengood), 2001-11 (C.S. Aggie) filed January 10, 2001 in the Fairbanks Recording District,

Plats 2001-17 (C.S. Kimball Pass) and 2001-18 (C.S. Passive) filed December 28, 2000 in the Valdez Recording District,

EXHIBIT 2 – PART 1

TAPS Renewal Legal Descriptions Certain Pipeline Right-of-Way Lands

Plats 2001-3 (Communication Site ["C.S."] Costa Hill), 2001-4 (C.S. Slope) and 2001-5 (C.S. Galbraith Lake) filed January 10, 2001 in the Barrow Recording District,

Plat 2000-13 (C.S. Round Top) filed December 27, 2000 in the Chitina Recording District,

And further described in the TAPS Right-of-Way Boundary Description Report, Alyeska Manual No. ROW 214, as amended.

The following lands have been the subject of conveyances from the United States to the State of Alaska since May 3, 1974.

PARCEL DESCRIPTION

Umiat Meridian

T. 1 N., R. 15 E., U.M.
Sec. 6, 7, 18, 19

P.S. 2

T. 1 N., R. 14 E., U.M.
Sec. 12, 13, 24, 25, 26, 34, 35

T. 1 S., R. 14 E., U.M.
Sec. 1, 14, 15 S½, 22, 23, 27, 34

T. 2 S., R. 14 E., U.M.
Sec. 3, 4, 9, 10, 16, 21, 28, 32, 33

T. 3 S., R. 14 E., U.M.
Sec. 4, 8, 9, 16, 17, 20, 29, 32

T. 4 S., R. 13 E., U.M.
Sec. 2 SW¼, 11 NW¼

C.S. Costa Hill (ADL 415578)

T. 4 S., R. 14 E., U.M.
Sec. 5, 7, 8, 17, 18, 20, 29, 32

EXHIBIT 2 – PART 1

TAPS Renewal Legal Descriptions Certain Pipeline Right-of-Way Lands

T. 5 S., R. 14 E., U.M.

Sec. 4, 5, 8, 16, 17, 21, 28, 29, 32

T. 6 S., R. 14 E., U.M.

Sec. 5, 6, 7, 18, 19, 30, 31, 32

T. 7 S., R. 14 E., U.M.

Sec. 5, 8, 9, 16, 17, 21, 28, 29, 32 P.S. 3

T. 8 S., R. 13 E., U.M.

Sec. 16 SW $\frac{1}{4}$, 17 SE $\frac{1}{4}$ C.S. Slope (ADL 415420)

Sec. 12, 13, 14, 23, 26, 27, 28, 32, 33

T. 8 S., R. 14 E., U.M.

Sec. 5, 6, 7

T. 11 S., R. 10 E., U.M.

Sec. 12 C.S. Galbraith Lake (ADL 415421)

Fairbanks Meridian

T. 29 N., R. 12 W., F.M.

Sec. 23, 26, 35

T. 28 N., R. 12 W., F.M.

Sec. 3, 10, 15, 16, 20 and 21, excluding
federal mining claims F-57168,
F-63334, and F-63341 through F-63346

T. 12 N., R. 11 W., F.M.

P.S. 6

T. 12 N., R. 10 W., F.M.

Sec. 18, those portions above the
OHW line, Yukon River

Sec. 19, 28, 29, 30, 33, 34, 35

EXHIBIT 2 – PART 1

TAPS Renewal Legal Descriptions Certain Pipeline Right-of-Way Lands

T. 11 N., R. 10 W., F.M.

T. 11 N., R. 9 W., F.M.

Sec. 7, 8, 15, 16, 17, 22, 23, 25, 26

T. 11 N., R. 8 W., F.M.

Sec. 30, 31, 32

T. 10 N., R. 8 W., F.M.

Sec. 3, 4, 5, 10, 11, 13, 14

T. 10 N., R. 7 W., F.M.

Sec. 18, 19, 20, 28, 29, 33

T. 9 N., R. 7 W., F.M.

Sec. 2, 3, 4, 11, 13, 14, 24

T. 9 N., R. 6 W., F.M.

Sec. 19, 30, 31, 32

T. 9 N., R. 5 W., F.M.

Sec. 24 SE $\frac{1}{4}$

C.S. Livengood (ADL 415418)

T. 8 N., R. 6 W., F.M.

Sec. 5, 8, 9, 15, 16, 22, 23, 24, 25

T. 8 N., R. 5 W., F.M.

Sec. 30, 31, 32

T. 7 N., R. 5 W., F.M.

Sec. 5, 8, 9, 15, 16, 22, 23, 25, 26

T. 7 N., R. 4 W., F.M.

Sec. 30, 31, 32

T. 6 N., R. 4 W., F.M.

Sec. 5, 8, 9, 15, 16, 22, 23, 25, 26, 36

P.S. 7

EXHIBIT 2 – PART 1

TAPS Renewal Legal Descriptions Certain Pipeline Right-of-Way Lands

T. 6 N., R. 3 W., F.M.
Sec. 31

T. 5 N., R. 3 W., F.M.
Sec. 5, 6, 8, 9, 15, 16, 22, 27, 34
Sec. 36 SE¼, those portions not within the White Mountains National Recreation Area C.S. Aggie (ADL 415422)

T. 4 N., R. 3 W., F.M.
Sec. 3, 10
Sec. 11 west of the Elliott Highway
Sec. 13 south of the Elliott Highway
Sec. 14, 24

T. 4 N., R. 2 W., F.M.
Sec. 19, 29, 30, 32, 33

T. 2 S., R. 3 E., F.M.
Sec. 21 those portions of SE¼ outside of the Chena River Lakes Flood Control Project
Sec. 28 those portions of N½NE¼ outside of the Chena River Lakes Flood Control Project

Copper River Meridian

T. 13 N., R. 1 W., C.R.M.

T. 12 N., R. 1 W., C.R.M.
Sec. 24 SE¼ C.S. Round Top (ADL 226635)

EXHIBIT 2 – PART 1

**TAPS Renewal Legal Descriptions
Certain Pipeline Right-of-Way Lands**

T. 4 S., R. 2 E., C.R.M.

Tract A (those portions
comprising Sec. 15
and 22)

C.S. Kimball Pass

Tract A (those portions
comprising Sec. 28)

C.S. Passive (ADL 226634)

T. 8 S., R. 2 W., C.R.M.

Tract A (those portions comprising
Sec. 1, 2, 3, 4, 7, 8, 9)

T. 8 S., R. 3 W., C.R.M.

Tract B (those portions comprising
Sec. 12, 13, 14, 22, 23, 27, 34)

EXHIBIT 2 – PART 2

TAPS Renewal Legal Description Certain Pipeline Right-of-Way Lands

The Grant of Right-of-Way for Fuel Gas Pipeline, Bureau of Land Management file F-21770 described in Plat 2001-2 (Fuel Gas Line Monumentation Survey) filed January 10, 2001 in the Barrow Recording District, and further described in the TAPS Right-of-Way Boundary Description Report, Alyeska Manual No. ROW 214, as amended, as it pertains to lands that have been the subject of conveyances from the United States to the State of Alaska since May 3, 1974.

PARCEL DESCRIPTION

Uniat Meridian

T. 1 N., R. 15 E., U.M.
Sec. 6, 7

T. 1 N., R. 14 E., U.M.
Sec. 11, 12, 14, 15, 21, 22, 28, 32, 33

T. 1 S., R. 14 E., U.M.
Sec. 3, 4, 9, 16, 21, 22, 27, 34

T. 2 S., R. 14 E., U.M.
Sec. 3, 4, 9, 16, 21, 28, 32, 33

T. 3 S., R. 14 E., U.M.
Sec. 5, 7, 8, 18, 19, 30, 31

T. 4 S., R. 14 E., U.M.
Sec. 6, 7, 17, 18, 19, 20, 29, 30, 31, 32

T. 5 S., R. 14 E., U.M.
Sec. 4, 5, 8, 16, 17, 21, 28, 29, 32

EXHIBIT 2 – PART 2

TAPS Renewal Legal Description
Certain Pipeline Right-of-Way Lands

T. 6 S., R. 14 E., U.M.

Sec. 5, 6, 7, 18, 19, 30, 31, 32

T. 7 S., R. 14 E., U.M.

Sec. 5, 8, 9, 16, 21, 28, 29, 32

T. 8 S., R. 14 E., U.M.

Sec. 5, 6, 7, 8, 18

T. 8 S., R. 13 E., U.M.

Sec. 13, 23, 24, 26, 27, 28, 33, 34